

6/5/97 - CORRECTED VERSION

FSC-97-B	6/4/97
SUBJECT: Forsyth Second Half 1997 Promotion	
DISTRIBUTION:	
X AVP	X KAM
X RSM	X AM
X RBM	X AE
X ROM	

Sales	Retail
1221	1222
1222	1223
1223	1226
1224	1229
1225	ROM
1226	PC SC
1229	MC PA
1240	
1244	RSM RBM

Competitive promotional activity historically increases during the second half of the year - this year will be no exception. To counter this increased activity, Forsyth is pleased to announce its "Second Half '97" promotion. Outlined below are the details:

- Objective: Maintain/grow Forsyth's Private Label volume for the next four months (July - October).
- Strategy: Incrementally reduce Forsyth's Private Label retail price by \$.10 per pack/\$1.00 per carton the first two weeks of each of the four months.
- Action Plan: Based on an average week's wholesale orders for the contracted brand over the last thirteen weeks, Forsyth will allocate \$1.00 per carton on the contracted PL to reduce the retail pack and/or carton price of the brand for the first week of each of these four months when the contracted account matches the promotion for second week using funds from its Alliance Accrual balance.
- Implementation: Present entire four month promotion to your Forsyth contracted account(s) as soon as possible, getting participation commitment to the full extent allowed by the account's Alliance Accrual Fund balance. Remember, in projecting accrual balances, the account will be earning accrual dollars for product sold during promotional period, thus replenishing the fund. Allocation sheets for your account(s) stating the average cartons of PL per week, the dollar amount Forsyth is committing for each of the weekly promotional periods (this is also the amount the account would be committing to match for the second week of each promotion), and the account's existing Alliance Accrual balance through June 4, 1997 are being sent under separate cover to you via U.S. mail. If you have a contracted Forsyth account that does not appear on the allocation sheet, notify your RBM for direction. If you receive a sheet that is no longer your responsibility, please forward to the appropriate individual. Also, note on your allocation sheets that a negative dollar value represents the amount the account has in its Alliance Accrual fund. If a zero or positive dollar amount appears, the account has no accrual available or is overdrawn.

In executing this promotion, you should make every attempt to have your retail and wholesale PL partners place a supplemental temporary display and signage with promoted price communication. Temporary package and carton displays may be ordered from the company wide 1997 Temporary Display inventories. In addition, while supplies last, you may order the multi-brand semi-permanent counter display, item #525773, packed 1 per SKU as referred to in FSC-82-B, dated 5/9/97. The Forsyth large PPD card #394902 and channel strip, #394869, referred to in your Forsyth Planning Guide fits this unit. You may also communicate the promoted price by ordering \$.10 per pack/\$1.00 per carton VPR's to be placed on the product. These VPR's are ordered by filling out the VPR order form found in F3FILL, packed 500 per roll. The customary production charge of \$5.00 per roll will be

5
8
1
8
7
4

deducted from the account's accrual fund. The VPR order form should be faxed directly to Customer Services.

Also, attached is a confirmation form to be filled out by you and signed by the Forsyth contracted account committing to the promotion. Fill the form out in its entirety and fax to Customer Services at 910-741-2156. The form will be used to transfer the appropriate number of weeks promotional allowance into the account's Alliance Accrual fund. If this form is not completely filled out and signed by the customer, no monies will be transferred for the promotion. Once the promotional funds are transferred into the account's accrual fund, it is your responsibility to request payment to the account as the promotion is implemented. You may need to request payments after each two week promotion or all at once after the complete promotion is finished. In either case, you should not request payment to the account until you are sure it has been implemented.

The third attachment is to be used when additional product is needed for forceouts. This form will allow our manufacturing and distribution groups to anticipate any increased demand and properly allocate product by public warehouse. Without this information, we cannot guarantee sufficient product to cover increased demand.

This promotion is designed to protect our Forsyth contracted partners' business during a time when our competitors are the most active and at the same time reconfirm to them our commitment to their Private Label business. You should strive for 100% participation by all of your Forsyth accounts.

Program Contact: Your Region Business Manager
Your Area Manager of Operations

FORSYTH TOBACCO PRODUCTS
A Division of R. J. Reynolds Tobacco Company

51851 8375

CONFIRMATION FORM

FORSYTH "Second Half '97" Promotion

Print or Type Information

Forsyth Customer Name _____

Chain ID/SIS# _____

Customer Services 999# _____
(found to left of name on allocation sheet)

Division # _____

Account Manager's Name _____

The above account agrees to participate in the Forsyth "Second Half '97" promotion by reducing its Private Label price from its everyday low price by \$1.00 carton/.10 per pack for the first two weeks of each month during the promotional period. The promotional period is divided into four two week time frames, July through October. Forsyth Products will fund \$1.00 per carton on an average week's shipments of the Private Label, added to the account's accrual fund for each agreed upon promotional period; the second week's promotional cost will be covered from the account's existing promotional accrual fund for each agreed upon promotional period.

I wish to participate in the following promotional periods of the "Second Half '97" promotion.

Check appropriate blocks:

- Weeks of June 30 - July 13, 1997
- Weeks of July 28 - August 10, 1997
- Weeks of September 1 - September 14, 1997
- Weeks of September 29 - October 12, 1997

Authorized Customer Signature: _____ Date _____

Fax To: Customer Services - 910-741-2156

51851 8376

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER AUDREY EVANCHIK
DIVISION # 1240

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRAUL THRU 06/04/97
9992370	NATIONAL FOOD STORES	JACKS	282	\$282	\$5,187.00-

51851 8378

FORSYTH, 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER AUDREY EVANCHIK
DIVISION # 1240

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRUAL THRU 06/04/97
9996200	CONSOLIDATED SIMON DIST.	QUALITY SMOKES	346	\$346	\$6,407.67-

51851 8379

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER AUDREY EVANCHIK
DIVISION # 1240

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRUAL THRU 06/04/97
9997570	THOMSON OKUN, INC.	SLIM PRICE	18	\$18	\$12.00-

51851 8380

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER AUDREY EVANCHIK
DIVISION # 1240

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRUAL THRU 06/04/97
9997600	FERNANDEZ DIST.	SLIM PRICE	14	\$14	\$199.00-

51851 8381

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER G KURUC
DIVISION # 1240

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRUAL THRU 06/04/97
9990320	WAKEFERN FOOD CENTER	WORTH	471	\$471	\$19,798.95~

51851 8382

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER G KURUC
DIVISION # 1240

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRUAL THRU 06/04/97
9993400	QUICK CHEK FOOD STORES, I	COURIER	872	\$872	\$19,039.82-

51851 8383

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOWANCES

ACCT MANAGER L WOLFE
DIVISION # 1240

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRUAL THRU 06/04/97
9994310	MIDDLESEX TOB.& CONFECTIO	FOCUS	83	\$83	\$4,088.80-

51851 8384

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER L WOLFE
DIVISION # 1240

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRUAL THRU 06/04/97
9995190	EDMUND C. KLEINER, INC.	TEMPO	14	\$14	\$740.00-

51851 8385

FORSYTH. 'SECOND HALF ~ 97' PROMOTION ALLOCATIONS

ACCT MANAGER L WOLFE
DIVISION # 1240

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRAUL THRU 06/04/97
9995320	GLIKIN BROTHERS	BRANDON	18	\$18	\$3,597.00-

51851 8386

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER L WOLFE
DIVISION # 1240

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRAUL THRU 06/04/97
9997210	PLAINFIELD TOB. & CDY. CO	STOCKTON	5	\$5	\$77.00

51851 8387

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER L WOLFE
DIVISION # 1240

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRAUL THRU 06/04/97
9997380	IRVINGTON TOBACCO	BARGAIN BUY	9	\$9	\$334.00-

51851 8388

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER L WOLFE
DIVISION # 1240

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRUAL THRU 06/04/97
9997530	M. BERNSTEIN TOBACCO	CHARTER	18	\$18	\$45.75

51851 8389

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER L WOLFE
DIVISION # 1240

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRUAL THRU 06/04/97
9997620	UNITED CANDY AND TOBACCO	SLIM PRICE	18	\$18	\$180.00-

51851 8390

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER L WOLFE
DIVISION # 1240

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRUAL THRU 06/04/97
9997660	PINE LESSER	SLIM PRICE	18	\$18	\$180.00-

51851 8391

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER L WOLFE
DIVISION # 1240

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRUAL THRU 06/04/97
9997670	NORTH JERSEY TOBACCO	SLIM PRICE	18	\$18	\$180.00-

51851 8392

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER L WOLFE
DIVISION # 1240

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRAUL THRU 06/04/97
9997690	A. MONTEVERDI	SLIM PRICE	18	\$18	\$180.00-

51851 8393

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER L WOLFE
DIVISION # 1240

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRAUL THRU 06/04/97
9999160	PETER P. DENNIS	SIGNATURE	134	\$134	\$3,147.96-

51851 8394

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER JAMES MALLARDI
DIVISION # 1244

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRUAL THRU 06/04/97
9992260	ANDY'S TOBACCO	VALUE PRIDE	42	\$42	\$1,243.45-

51851 8395

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER JAMES MALLARDI
DIVISION # 1244

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRAUL THRU 06/04/97
9994620	EMPIRE CANDY & TOBACCO CO	BEST CHOICE	88	\$88	\$1,869.69-

51851 8396

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER JAMES MALLARDI
DIVISION # 1244

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRAUL THRU 06/04/97
9995980	CITY LINE CANDY & TOBACCO	SLIM PRICE	92	\$92	\$2,208.83-

51851 8397

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER JAMES MALLARDI
DIVISION # 1244

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRAUL THRU 06/04/97
9996160	T & R TOBACCO	MARKER	78	\$78	\$2,045.90-

51851 8398

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER G MOULTON
DIVISION # 1244

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRAUL THRU 06/04/97
9991460	HAROLD LEVINSON ASSOCIATE	PACE	162	\$162	\$8,133.61-

51851 8399

FORSYTH, 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER FRANCISCO PEREZ
DIVISION # 1244

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRAUL THRU 06/04/97
9996150	CENTER CANDY	STOCKTON	18	\$18	\$322.00-

51851 8400

FORSYTH 'SECOND HALF - 97' PROMOTION ALLOCATIONS

ACCT MANAGER GREGORY MITCHELL
DIVISION # 1226

C/S ACCOUNT NO	ACCOUNT NAME	BRAND	1 WEEK AVG (CTNS)	PROMO ALLOWANCE PER PERIOD	EXISTING ALLIANCE ACCRAUL THRU 06/04/97
9995030	SOUTH BEACH NOVELTIES	CARDINAL	46	\$46	\$927.98-

51851 8401